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ISSN: 2154-6924.

Publisher: Royce Martine
Editorial Director: James Fillmore
Art Director: Franklin Monroe
Senior Editor: Calvin Harding
Photography Editor: Millie Wilson



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And go get your checkbook!

I have six cats, a mortgage, car payments, credit card debt, and a mother that likes to play bingo every Thursday, so I have to pose naked in this magazine just so you can get your rocks off looking at my firm delicious booty.

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Olivia Wilder



Penelopa & Naomi



Amber Rayne



Ashleigh Madisin



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Christy

Olivia Wilder

I'm here just for you.



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and spend
the night? 99





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YES, I'M HOT.

I'm also sassy,
a sweetheart,
opinionated,
a bitch,
your lover,
and your
very worst
nightmare.
I'm your
ex.....
asshole.

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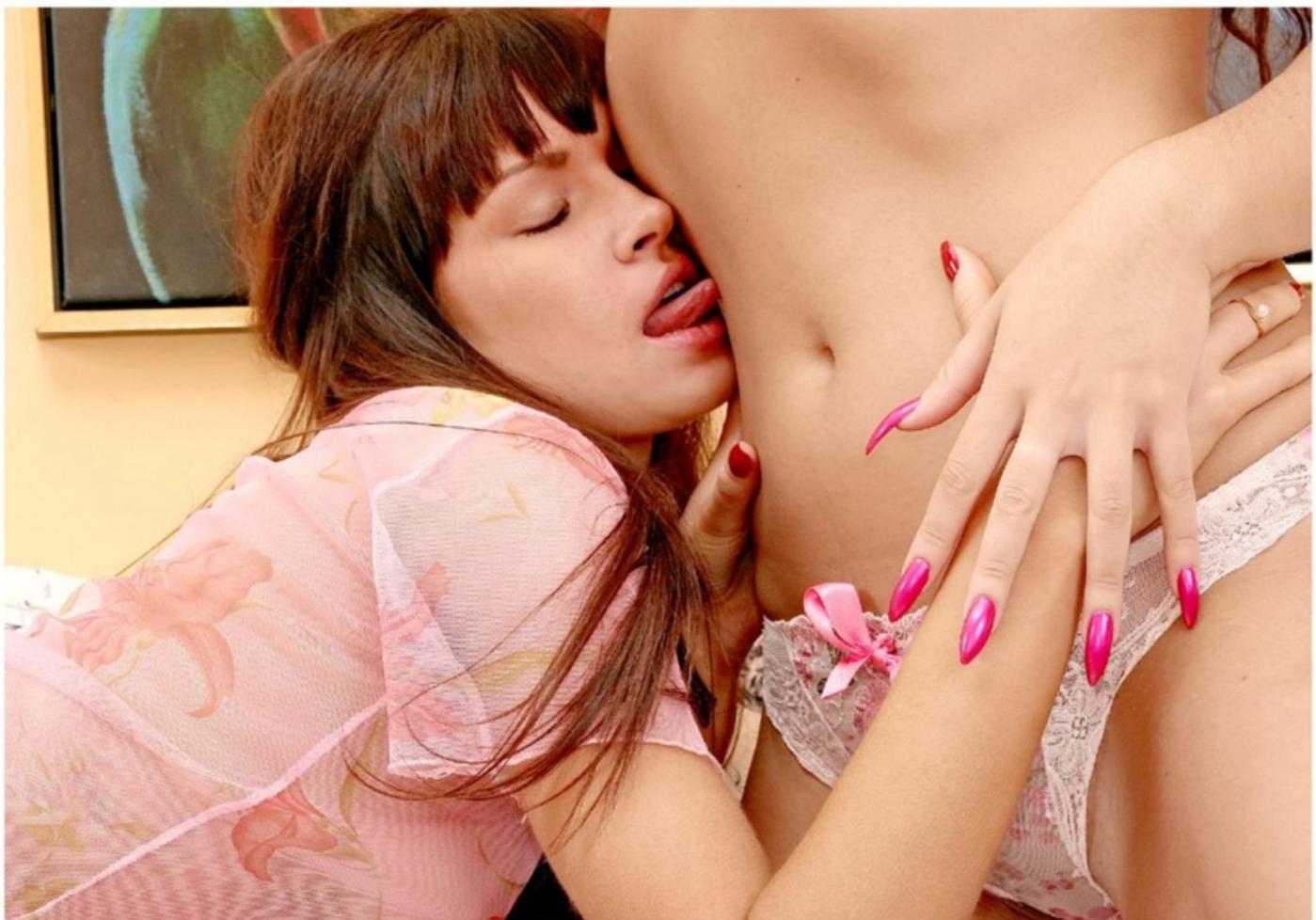
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Naomi and Penelopa the lesson's on

Penelopa, you take the lead and teach me a thing or two for I am here to learn? Afterwards we'll take it easy, take our time to cool down, and just enjoy feeling incredibly energized, happy and relaxed. I am already looking forward to making love with you...





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66

I learned much
more than I
should have.

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FANTASIES FOR SALE

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Ashleigh Madisin

a
rising
star

I have never enjoyed following a pre-establish path, what people call a "normal life." That does not suit me at all. I love living intensely, facing every fear, going further and expanding my comfort zone. I can do that with you, if you like. I would.



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“ I'm just what
your doctor
ordered! ”

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To the editors,
Thank you for a wonderful issue of downright hardcore porn. I couldn't believe what I saw when Danielle Derek got fucked. She is one super horny lady. It seems like she'll put any thing-a-ma-jigg into her holes. I just wish that one of them had my dick in it. I'd let her suck my dick and then suck on my balls, before I fucked her. Then I'd let her pick one of my special toys and we'd play with them in her pussy and ass hole all night long. I'd guarantee she would cum.

– Chris, Baltimore

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COLLEGE FRIENDS CUM HOME

My wife and I lost our sexual passion several years ago and got divorced. But our kids have kept us together. And those same kids have been the source of good times. I live alone now so I look forward to my twenty-one year old daughter, Haley's visits from college. So was our neighbor's daughter, Mandy and her roommate Valerie. They went to the same college and were also best of friends and all the same age.

Tonight Mandy and Valerie were sleeping over, something the two of them have done often during these college years. Personally, I don't think they're gay with each other, but I choose not to ask. We had a nice dinner and now, unable to sleep, I came downstairs to clean up. As I was putting a half-empty bottle of wine back into the fridge, Mandy walked in with some of the juice glasses the girls had used earlier. Putting them into the sink and saying hello to me, she took another glass and poured some wine into it.

"Mandy, isn't it kinda late for that?" I asked her. Mandy was a hot looking Italian girl. At five foot five inches, she had dyed her dark hair lighter and her olive skin glowed in the low kitchen light. Her breasts were full enough and I found myself staring. Mandy was Bruno's daughter, our neighbor for more than fifteen years. Val was an inch taller and well-built, with even larger boobs.

"This glass is for you," Mandy replied. "I've had too much already tonight. That's probably why I can't sleep." I told her. "I know, I couldn't sleep either, Val is out like a light," she said.

"Come on, Mr. Collins, take another drink. Drink up." As a freshly poured glass touched my lips, she poured herself another. "I think you're way ahead of me," she said. "I need to ask you something, but you have to be honest with me." she added. "Sure Mandy, what is it?" I asked her.

"What did you do with my Valerie?" Mandy asked. "It's a secret," I whispered. Mandy stepped up close to me and put her mouth next to my ear. "What's a secret?" she whispered back. "That I fucked her, but she made me promise not to tell anyone, especially you. I wasn't supposed to tell anyone," I mumbled. "Oh well. You won't tell will you?"

"Did you enjoy it Mr. Collins? Did you enjoy fucking my best friend, you asshole?" she asked with a tone of anger in her voice. But I let the anger just slide on over me. "Oh yes, she was great. Yes, I enjoyed it. You know, she wants to wake up with me in bed with her, so we can enjoy each other again. Do you think I should? Would you mind if I fucked her again?"

She came closer and with her voice back down to a whisper and her mouth next to my ear she said, "We'll talk about that later."

REINVENTED

*They say that 40 is the new 30.
I really don't care. Do you?
Look at me. A year ago I was
selling cheese in Wisconsin with
a hairy bush and a minivan.
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ready to take on the world.
Say that you're ready for
me and more like me?*

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She reached between her legs and touched my cock and brought her fingers to her nose. "So you came," she said, sounding pleasantly surprised. "Not yet," I replied jokingly,

Then suddenly, Mandy's fingers started roaming across my arms and it began to have an even bigger effect on me than the wine. I was starting to get turned on by it all, I noticed her other hand was gently rubbing across my stomach in small little circles.

"So what do you think about Val's fucking roomie?" she asked, as she let her fingers glide down across the front of my pants and my limp member, urging it to new life. "We could fix that, but only if you don't tell anybody." I offered.

She took another quick drink of wine from the bottle, grabbed my hand and dragged me along. Without trying to be quiet, she opened the guest bedroom door and pulled me in, shutting the door behind us. "Val's in here," I said. "She always takes a sleeping pill so she'll be asleep all night long. Now get out of those clothes and get in the bed." she ordered. I couldn't believe what I was hearing from this little sexpot. Being too drunk to protest, I did as she directed and got on my back next to her sleeping roomie.

Mandy threw off the covers and knelt between my legs and took my semi-hard shaft into her mouth. It only took me a few seconds to realize Mandy was no slouch at this. As she sucked my dick, she slid her tongue up and down the underside of my shaft. Sometimes she would scrape her teeth from top to bottom and back, ending with a hard suck on the head of my penis while she stroked me with her hand.

It wasn't too many minutes before I realized that she was intending on taking me all the way like this. "If you keep this up and I won't be able to hold it." I whispered. Pulling off

long enough to talk she said, "I don't want you to hold it. Just let it cum Mr. Collins."

She began to deep throat me to the point of no return. I grabbed her head with my hands and held her down on me. I only gave her three bursts but it felt wonderful.

I could only imagine what it would be like if I had a full load of cum

my way down her neck and chest, I made my way to her breasts. Her nipples were firm but not hard yet. I would see they got that way later when I fucked her.

Moving downward, my kisses came to her silky patch of hair. As I licked and kissed all around her pussy I stroked the insides of her thighs with my fingernails. I wet my



to give her. I let her head go free. That was incredible. She sat up and smiled at me, wiping off some cum that oozed out of her mouth. "Your turn," she said as she swapped places with me.

She was beautiful naked. I leaned down and kissed Mandy on the mouth. I could taste the salty-sweet flavor of my cum; even more so when Mandy pushed her tongue across my lower lip. I sucked on it as she toyed with me, moving her tongue in and out of my mouth in a mock fucking manner. Kissing

middle finger and without stopping licking, I slipped my finger into her hole. She was wet and didn't need anything extra from me. Curling my finger up and back towards me I massaged the inside of her vagina. She continued to moan and pleaded for more. I took my finger and began to push it in and out, just like I was fucking her.

Minutes later, in a quiet moan, "I'm cumming." She arched her back as her orgasm swept over her. I halted my hand motions pulling my finger out of her pussy. But a moment

later I had replaced it with my hard shaft. Mandy squealed as I entered her pussy and pounded her for several minutes.

Nearly out of breath I leaned down so that my body rested on her chest, rocking my hips as fast as I could. Mandy gripped my arms with her hands as I brought her to another climax just in time for my



own. I covered her mouth with my kisses as we both slowly came down from our respective climaxes. After catching our breath, I slid out and rolled onto my back, now caught between her and sleeping Val.

I must have fallen asleep as I don't remember anything else until I woke up on my right side, curled up behind Valerie. I turned my head and saw that Mandy was snuggled up against my back, sound asleep. I truly was caught between two beautiful females. It was kind of a turn on and my body responded. I

slipped my hand underneath Val's nightshirt and began to gently massage her breasts. I rotated my hips, gently guiding my erection between her legs. Still asleep, she rolled slightly away from me, more onto her stomach.

I took this opportunity and rolled with her onto my knees, spreading her legs apart from behind. I reached around her and with one hand pulled her panties down while the other guided my cock into her pussy. It only took a couple of thrusts to wake her up. I guess the sleeping pills had worn off by now.

She was still tipped slightly to one side so she didn't notice her nude sleeping roomie in bed with us. She reached between her legs and touched my cock and brought her fingers to her nose. "So you came," she said, sounding pleasantly surprised. "Not yet," I replied jokingly, "But soon, I hope." While I fucked her from behind, I reached around and stroked her clit.

I kept this up for a few minutes. "Oh David, fuck me baby, fuck me hard." And I did, too. "You are so fucking hot. I can't think of anything I would rather do than fuck you. Well except maybe one thing." I said. "What would you rather do than fuck me?" she asked.

"Fuck you with your naked roomie in bed with us. Turn to your right," I directed her, not slowing down my thrusting at all. Val looked over me to see Mandy. "I'm cumming. Pound me, you son-of-a-bitch." Val screamed out.

I took both hands and grabbed her hips tight. As I thrust forward, I pulled her back into me, my stomach pounding hard against her ass

cheeks. When I felt her pussy walls grip down on me, I pushed in hard one last time and delivered a full load of cum somewhere deep in her pussy. I don't know when Mandy woke up but she was staring at us. She got up, grabbed her panties off the floor and left, shutting the door behind her.

"Oh God she saw us," Valerie said. "Was she asleep when you came in?" she asked. "Yes, she was." I lied. "I tried not to wake her but you are just too much for me to be quiet like that. Mandy told me last night that you and your boyfriend have split. All I have to say is that man was a fool to let someone like you out of his bed."

"Ah, you're so nice," she said to me, followed by kissing me on the mouth. "But we better get cleaned up and get you out of here before the Haley gets up. I hope we have a chance of getting together again sometime, I mean just you and me, without Mandy." She laughed.

"Well all I have to say about Mandy is beautiful roommate. That's a three-way I wouldn't mind trying some day." I said. "Oh stop it, you pervert. You probably couldn't handle her anyway," she laughed.

"Probably not, I can't hardly handle you," I said. I grabbed my pajama bottoms and headed to my bedroom to get dressed. I then cooked up a big breakfast for everyone before the day got any older.

Now please don't be judgemental. I'm sure any man and woman who are without spouses for years and thrust together with willing partners would have done the exact same thing.

— David, Cleveland

A photograph of two women with blonde hair, both wearing black lingerie, posing on a bed. The woman in the foreground is lying on her stomach, looking towards the camera. The woman in the background is sitting behind her, also looking towards the camera. They are surrounded by several pillows with a floral pattern.

Eve Diamond and Sylvia Saint it's only ladies tonight

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the dildo
today! 99







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Christy I may be little, but I like 'em big

I must admit that I once (or twice) got it on with my history professor in college. Ever since then, I've been attracted to men with glasses. They look so smart and sexy. They remind me, also, of the Clark Kent persona. Take their glasses off and they turn into super fuckers. Just what I like in my man.





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#4 Shakes and quivers on your cock.



#5 Exit the ass, enter her mouth.



#6 Cum inside your best friend's mom.



#7 Watch your meat stick grow.



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then she came
then i came
then she came
then i had to go

*My professor taught me a
lesson I'll never forget..*

her sweet wet sex would take me to the edge and once my balls touched her ass I would start pumping uncontrollably. However, the agony of being so horny in class had been reduced because I had recently started to do something new at school, and that was to leave the class and go and jerk off in the toilets. I thought it was kind of weird, but it certainly spiced up boring classes, and it added an immediacy to my worship of Ms. Lawrence.

Having to 'pee' once again, I raised my hand and asked if I could use the rest room. She released me from class and I stood up and left. I got the end of the hall and was about to walk into the student toilets when I saw that they were out of order. I couldn't see what was going on inside but there was a sign on the door. I was getting a little worried: my cock, which was quite thick, was difficult to hide, and I needed to get into a stall. I looked around, and across the way I saw the staff toilet door. I looked around, and, not seeing any teachers around, I went in. Inside were two cubicles, and a wash basin. I entered the far cubicle and closed the door. The cubicle was clean, unlike the student toilets, although the panel in between the cubicles was damaged somewhat. At certain angles I could see through into the next cubicle. "No biggie," I thought - I was in a hurry to come and get back to class. I put both toilet seats down, and sat on the lid. I undid my pants and pulled down my boxers, to

Being twenty-two, there didn't seem to be a point of going to college any more - it was boring, there were lots of rules, and the days seemed to stretch out endlessly. It was the middle of winter in Columbus, which only seemed to add to the feeling of claustrophobia that I was developing. But I had to stick with it. Only one more semester and I will graduate. Only six more months of this then I can be my own man and make my own rules. I hope I'm right.

Calculus was not my best nor the worst class, however, because I was crushing on the prof, Mrs. Lawrence. I hadn't missed a class all year and I actually try to learn the stuff, but it's hard and I keep telling myself that I'll never use it after I graduate. Often-times she'd be talking math and I'd dream off pretending to fuck her. I didn't care if she was married or not. She was articulate, wore glasses, in her mid thirties, with her hair always in a pony tail. She usually wore slim fitting black jeans, and was quite attractive. She was a friendly teacher who was able to joke with the students, which was a refreshing change. This crush had developed over the first semester but initially I had not really noticed her in that way. But gradually, week by week, I had become more and more interested in her, until now I lusted for her.

Sitting in the class, watching and listening to Ms. Lawrence, fantasizing about after class, I would start to get aroused. First I could feel my heart beating faster, then a deep clenching in my groin, followed by a clenching in my throat. Slowly my cock would start to grow, and feelings of pleasure would start to wash over me, even though I was not even stroking myself. At the start of semester, this would have been agony - being so horny, but being in the class and not being able to do anything about it. Of course, what I wanted to do was to wait until I was excruciatingly horny, and then lean back and slowly unzip my tented pants, and extract my stiff cock and swollen balls. Then I would reach down and stroke my cock, all the while thinking about pulling Ms. Lawrence jeans off and slowly sliding into her. The way I imagined it, I would be so horny and tense that one slow slide into

I was shocked to see the stall door had opened, and that Ms. Bailey, my Economics professor, was standing there with her hands folded, looking into my stall.

reveal my cock. Coming into the bathroom had been a bit stressful, and my erection had gone down. My cock lay sideways, fat and long over my thigh like a beached whale. As I watched it, it started to pump itself up like a balloon, up and down, up and down, until in a minute it was standing at full attention. I took my left hand, and wrapped it around the top half of my shaft. My head still stuck out the top, flaring and pulsing as some precum oozed down and pooled on my balls.

I started to stroke, enjoying the feeling of each slow movement up and down. I watched as the skin pulled taught on the down strokes, and felt my balls lift on the up strokes. I thought of Mrs. Lawrence standing with her back to me, pulling her jeans down, revealing her tight heart shaped ass. She would step back wards towards me, and slowly begin to sit down on my desperate throbbing pole. As her heavenly ass descended, her pussy would spread more and more to accommodate my girth. She would then she sliding downwards, seemingly endlessly, more and more, until her ass was on my lap, me totally inside her. As she touched down, she would let out a sigh and gently revolve her hips, as if to get more comfortable, and this would coincide with me pulling my shaft down slowly very firmly.

This image was too much for me, and I grunted and spasmed as I felt a huge wave of pleasure wash up my body, and my twitching member started slinging sperm all over the stall. I frantically covered the head with my hand, and felt the warm goo on my fingers, then on my shaft and pool on my balls. After a final tremendous heave the pleasure started to subside, but I longingly kept pumping myself for a few more seconds.

"Good heavens, Gary Masters! What's going on in here?" a stern female voice said. My eyes jerked open and I was shocked to see the stall door had opened, and that Ms. Bailey, my Economics professor, was standing there with her hands folded, looking into my stall. How had she opened it? How had I not heard her come in? I don't know. All I know is that I was sitting on the toilet in a cum covered cubicle, my sizable cock in my hand and that I was looking very dishevelled and quite guilty.

"Uhhh... Ms. Bailey! Nothing! I wasn't doing anything" I started to splutter while zipping up.



"That is a very interesting, 'Nothing' Masters. Do you know what will happen if I take action on this? Masturbation in the toilets is certainly not allowed!" she said severely, stepping into the stall.

"I'm really sorry Ms. Bailey, I'm not sure how that happened. The other toilets were under repair and I came in here to..." I said, not knowing what more to say, so I kept gabbling. To no avail.

Ms. Bailey was at least forty, with short blonde hair and fashiony glasses. She had nice skin and was what one might call a full-figured woman. In my classes with her she usually wore a suit, but now she was just wearing a flowery shirt. I noted with shock that her shirt was unbuttoned half way down, and open, revealing the deep slit between her rather large breasts. The shirt had caught on her barely covered her dark nipples, which were standing up like pencil erasers.

"I have been watching you, Masters.", she said quietly, taking another step into the stall and towards me.



She unzipped her skirt, and the material strained as she pulled it down over her ass and thighs. She was wearing a thong which struggled to hold on to the expanses of her flesh and I immediately could smell her warm sex. My throat tightened as I imagined what she was going to do. She roughly grabbed my shirt and pulled me forwards off the toilet and shoved me onto the floor.

"If you don't want me to report you, then do as I say and everything will be fine." she said curtly, and with that she stepped over me, and pushed my head back so that it was resting on the toilet and I was looking at the roof. She pulled her thong aside to reveal her dripping pussy, and then with one foot on either side of me she lowered herself down onto my face. I could not believe what was happening. Did Ms. Bailey just sit on my face? I could not think clearly because my ears were covered by her thighs.

My mouth was filled with a warm slippery mess of her sexual fluids, and all my eyes could see were the two large lobes of her breasts, which had broken free from the shirt and were hanging above me. She moaned as my tongue found its way into her moist slit. She reached down with both hands and clenched my hair and slowly started to gyrate on my face. She started first with her dripping pussy lips, which she slowly wiped all over my face. Then as she got more and more excited, her gyrations became longer and firmer, so that her clit would slide up my face, followed by her lips and pussy, and then her ass.

Within minutes, Ms. Bailey was smashing herself deeply into my mouth and across my face, up and down, up and down, and moaning loudly. My mouth and nose were filled with the taste and smell of her warm tangy cum, and with each thrust her boobs bounced on and off her chest... hung in the air, and then fell and bounced off her chest again. By this time my cock was stiff as a rod, and I was stroking myself frantically again, using my own sperm as lubrication.

Soon, Ms. Bailey was screaming and slamming herself into me very hard and my head was banging loudly on the toilet seat. As I began to spurt even more of my own cum all over her rippling ass and my stomach, she let out a great howl and began to shudder, and I felt my face covered in her cum as her beautiful pussy pumped out its sweet syrup. She sat on my face panting for a few seconds and unrolled some toilet paper to wipe off her back before standing up and buttoning her shirt. She ordered me to get off the floor and stepped back.

"Well Williamson, you had better get back to class," she said, pulling up her skirt and doing up the zip.

She grabbed the roll of toilet paper and tossed it onto the floor next to me.

"Every time I catch you beating off in the toilets, I will fuck your face. Got it?" she said as she grabbed my cock and squeezed it hard.

I frantically wiped my face and nodded deeply as she gave it one final squeeze and left me in the stall.

"Good," she said standing just outside the stall door, then turned on her heel and left the bathroom. I washed my hands and went back to Calculus class.



A full-body photograph of a nude woman with long brown hair. She is standing in a doorway, leaning her left arm against a white door frame. A blue strap is wrapped around her neck and torso, with one end resting on her hip. Her right hand is on her hip, and she is looking over her shoulder with a slight smile.

Samantha South

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